

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re TARRAGON CORPORATION
SECURITIES LITIGATION

Electronically Filed

07 Civ. 7972 (PKC)

**NOTICE OF MOTION
TO DISMISS PLAINTIFFS'
AMENDED COMPLAINT**

PLEASE TAKE NOTICE that upon the attached Declaration of Jennifer L. Malin, Esq., dated April 4, 2008, and the exhibits annexed thereto, and for the reasons set forth in the accompanying Memorandum of Law dated April 4, 2008, the undersigned counsel for Defendant Grant Thornton LLP shall move this Court, before the Honorable P. Kevin Castel at the United States Courthouse, 500 Pearl Street, New York, New York, on a date to be set by the Court, for an order dismissing Plaintiffs' Amended Complaint pursuant to Rules 9(b) and 12(b)(6) of the Federal Rules of Civil Procedure, as well as the Private Litigation Securities Litigation Reform Act, 15 U.S.C. § 78u-4, together with such other and further relief as this Court may deem just and proper.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Court's February 27, 2008 Order, opposition papers, if any, shall be served by May 16, 2008, and reply papers, if any, shall be served by June 6, 2008.

Dated: New York, New York
April 4, 2008

Respectfully submitted,

WINSTON & STRAWN LLP

/s/
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